

Ronald L. Platt, Esq.
ATTORNEY AT LAW

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Boca Raton, FL 33431
Tel: (561) 368-3337
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December 12, 1999

State of Florida
Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Chance Lending Corp.

Dear Sirs:

200003074382--5
-12/20/99--01005--008
122.50 **78.75

Enclosed herein please find two (2) original Articles of Incorporation for Chance Lending Corp., along with the filing fee of \$122.50.

Please return one of the filed originals to me at your earliest possible convenience.

Sincerely,

RONALD L. PLATT, ESQ.

RLP:mjc

Enclosures

PN 12/20/99

ARTICLES OF INCORPORATION
OF
CHANCE LENDING CORP.

A Florida Corporation

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby makes, subscribes, acknowledges, and files the following Articles
of Incorporation:

ARTICLE I

The name of the corporation shall be:

CHANCE LENDING CORP.

ARTICLE II

The street address in this State of the principal office of this corporation shall be:

3800 NE 3RD AVENUE, POMPANO BEACH, FL 33064

ARTICLE III

The corporation shall have perpetual existence, commencing on the date of the filing of these
Articles of Incorporation.

ARTICLE IV

The general nature of the business to be conducted by this corporation shall be
mortgage lending, and further:

1. To engage in any and all lawful businesses, trades, occupations and professions.
2. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgage transfers of corporate property or the instruments to secure the payment of corporation indebtedness as may be required.
3. To purchase the corporate assets of any other corporation and engage in the same or other character of business.
4. To enter into, make, perform and carry out contracts and agreements of every kind and for every lawful purpose without limit as to amount with any person, firm, association or corporation, and to transact any further and other business necessarily connected with the purpose of this corporation or calculated to facilitate the same.
5. To carry on any or all of its operations and businesses, and to promote its purposes within the State of Florida or elsewhere, without restrictions to place or amount; and to use, exercise and enjoy all of the general powers of like corporations.

6. To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors or otherwise, allows, or in company with others, and to do and perform all such other things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above named.
7. To do all things enumerated, set forth and authorized by Florida Statutes 1975, Section 607.011.

ARTICLE V

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time shall be as follows

100	shares of common stock at
\$1.00	per share, par value

The entire voting power of the corporation shall be vested in the common stockholders, and each share of common stock shall be entitled to one vote, as shall be more fully set forth and determined in the By-Laws of this corporation. Other rights and interest accruing to each share of common stock which are not contained in these Articles of Incorporation shall be more fully determined and set forth in the By-Laws.

ARTICLE VI

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares at the price at which it is offered to others).

ARTICLE VII

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than two. The names and addresses of the initial directors of this corporation are:

NAME

Victor Lardani

Eva Lardani

ADDRESS

3800 NE 3rd Avenue
Pompano Beach, Fl 33064

3800 NE 3rd Avenue
Pompano Beach, Fl 33064

ARTICLE VIII

The names and street addresses of the officers of this corporation who shall hold office for the first year or until their successors are chosen are:

NAME AND ADDRESS

Victor Lardani
3800 NE 3rd Avenue
Pompano Beach, Fl 33064

Eva Lardani
3800 NE 3rd Avenue
Pompano Beach, Fl 33064

OFFICE HELD

President/Secretary

Vice President/Treasurer

ARTICLE IX

The street address of the initial registered office is:

3800 NE 3rd Avenue, Pompano Beach, Fl 33064

and the name of the initial registered agent of this corporation at that address is:

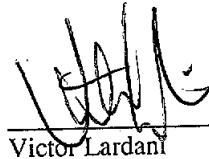
Victor Lardani

ARTICLE X

The name and address of the subscriber to those Articles of Incorporation is as follows:

Victor Lardani, 3800 NE 3rd Avenue, Pompano Beach, Fl 33064

IN WITNESS WHEREOF, the subscriber has affixed his signature, this 15th day of December, 1999.

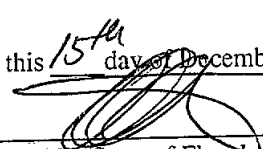


_____(SEAL)
Victor Lardani

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared Victor Lardani, who after being duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the purposes therein expressed.

Dated at Boca Raton, Palm Beach County, Florida, this 15th day of December, 1999.



Notary Public/State of Florida

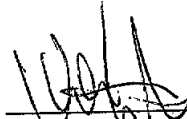
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ACKNOWLEDGMENT OF REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for CHANCE LENDING CORP., a Florida corporation, a Florida corporation, at the place designed in the foregoing Articles of Incorporation, I hereby accepts to act in this capacity, and agree to comply with the provisions of said Act, relative to keeping open said office.



(SEAL)

Victor Lardani
Registered Agent

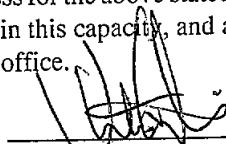
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

First that Chance Lending Corp., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Pompano Beach, County of Broward, State of Florida, has named Victor Lardani, located at 3800 NE 3rd Avenue, Pompano Beach, County of Broward, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (Must be signed by Designated Agent)

Having been named to accept service of process for the above stated corporation, at the place designated to this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



VICTOR LARDANI
Registered Agent